

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)	
)	
Vanco Solutions, Inc.)	WC Docket No. 08- <u>79</u>
)	
and)	
)	
Vanco US LLC)	
<i>Licensees</i>)	
)	
Vanco plc (in administration))	ITC-T/C-20080527-00239
<i>Transferor.</i>)	ITC-T/C-20080527-00241
)	
FLAG Telecom Group Services Limited)	
<i>Transferee</i>)	
)	
Application for Consent to Transfer Control)	
of Companies Holding International)	
Authorizations and Blanket Domestic)	
Authorizations Pursuant to Section 214 of the)	
Communications Act of 1934, as Amended)	

AMENDMENT TO APPLICATION

Vanco Solutions, Inc. ("Vanco Solutions"), Vanco US LLC ("Vanco US," and together with Vanco Solutions, "Vanco"), Vanco plc (in administration) ("Vanco plc"), and FLAG Telecom Group Services Limited ("FLAG" and, together with Vanco, the "Applicants") hereby amend the above-referenced applications (collectively, the "Application") filed on May 27, 2008 in which the Applicants have requested authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214 (the "Act"), and Sections 63.04 and 63.24(e) of the Commission's Rules, 47 C.F.R. §§ 63.04, 63.24(e), to transfer control of Vanco from its holding company, Vanco plc, to

FLAG.¹ Specifically, the Applicants amend the Application to include the following additional information:

1. Services provided by Vanco

Vanco is a network integration company that currently provides managed data networking services. The specific services provided by Vanco are as follows:

- A multi-carrier MPLS (multi-protocol label switching) network service called "MPLS Matrix," which allows an end-to-end MPLS network to be delivered using network infrastructure from multiple underlying providers. This includes BGP routing between the provider networks and mapping of Class of Service parameters to allow traffic to pass seamlessly between the providers.
- An Internet Virtual Private Network (VPN) service called "IP Secure," which uses underlying Internet infrastructure from local Internet Service Providers (ISPs) and global telecommunications carriers to deliver secure Internet VPNs between client locations. The Company uses Cisco routers running IPSec encryption to provide the secured connectivity.

¹ As noted in the Application, Vanco plc has been in administration in the United Kingdom, which is the United Kingdom equivalent of an insolvency proceeding, similar to a bankruptcy proceeding in the United States. Pursuant to a grant of special temporary authority granted on May 27, 2008 (File No. ITC-STA-20080527-00240), the Applicants have closed on the transaction for which FCC approval is sought pending full FCC review of the underlying applications, without prejudice to whatever action the FCC may ultimately take on such applications. Thus, Vanco plc no longer owns Vanco, and no officers or employees of Vanco plc have any decision-making role in relation to Vanco.

- Point-to-Point wide area Ethernet-based services sourced from multiple underlying telecommunications carriers to deliver high-speed Wide Area Network connectivity between client locations.
- Managed Security Services, whereby the Company provides and configures firewalls and Internet connectivity for clients to allow client users to connect to the Internet.

2. States in which Vanco operates

Using infrastructure from its underlying network suppliers, Vanco provides service in the following states: Alabama, Arizona, California, Colorado, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Illinois, Indiana, Kansas, Kentucky, Maine, Massachusetts, Maryland, Minnesota, New Jersey, North Carolina, New York, Ohio, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Utah, Virginia, and Washington.

3. Other items

Subsequent to the filing of the Application, counsel for FLAG learned of certain minor changes in the ownership structure of FLAG (as shown in the attached chart) and in the interlocking directorates of FLAG with foreign carriers. These changes are not material to the Application but are provided here in the interest of ensuring its completeness and accuracy. The changes are summarized as follows:

- (a) AAA Communications Private Limited now holds a 63.38 percent direct interest in Reliance Communications Limited instead of the 63.98 percent direct interest specified in the Application. This change has reduced the

indirect ownership of Kokilaben Ambani in Reliance Communications Limited from 21.2982 to 21.1002 percent.

- (b) Reliance Innoventures Private Limited holds a 100 percent direct interest in AAA Communications Private Limited instead of the 63.98 percent direct interest specified in the body of the Application. (The chart that was previously submitted contained the correct percentage.)
- (c) Reliance Infocom BV has changed its name to Reliance Globalcom BV.
- (d) Reliable Internet Services Limited has merged with Reliance Telecom Limited.
- (e) Reliance Telecom Infrastructure Limited has changed its name to Reliance Infratel Limited.
- (f) Reliance Communications, Inc. ("RCI"), a FLAG affiliate that is a wholly-owned indirect subsidiary of Reliance and holds an international Section 214 authorization from the Commission, has undergone a *pro forma* transfer of control.² RCI is now a wholly-owned indirect subsidiary of Yipes Holdings, Inc., which was not the case at the time the Application was filed.
- (g) VNO Direct Limited will continue to be the direct, 100 percent owner of Vanco Solutions, Inc. and Vanco US LLC. As described in conversations with FCC staff, Vanco Direct USA, LLC, a wholly-owned subsidiary of

² A separate notification of the *pro forma* transfer of control of RCI will be filed pursuant to Section 63.24(f) of the Commission's rules. As was the case prior to the completion of this *pro forma* transfer of control, RCI is not in the direct chain of ownership of Vanco. However, since page 6 of the Application contains information regarding the ownership of RCI that is now incomplete, the Applicants are taking advantage of this opportunity to update such information.

VNO Direct Limited that holds a Section 214 authorization from the Commission, is not part of the present transaction.

- (h) FLAG Telecom Servizi Italia Spa is a foreign carrier with which FLAG or its affiliates have interlocking directorates. Its directors are Girish Kulai, Harsh Malhotra, and Antonio Cardone.
- (i) Punit Garg is an officer of Reliance Vanco Group Limited and Reliance Globalcom Limited, and a director of Yipes Holdings Inc. and Reliance Globalcom Services Inc.
- (j) Harsh Malhotra is a director of Reliance Vanco Group Limited, Reliance Globalcom BV, Reliance FLAG Atlantic France SAS, Reliance FLAG Telecom Ireland Limited, FLAG Atlantic UK Limited, Yipes Holdings Inc., Reliance Globalcom Services Inc., and FLAG Telecom Servizi Italia Spa.
- (k) Jarrett Appleby is a director of Reliance Vanco Group Limited and Reliance Globalcom Services Inc.
- (l) Bhavna Doshi is a director of Reliance Vanco Group Limited and Reliance Globalcom Limited.
- (m) Mike Sauer is also a director of FLAG Atlantic UK Limited and Reliance Communications Inc.
- (n) Girish Kulai is a director of FLAG Telecom (Taiwan) Limited, FLAG Telecom Japan Limited, FLAG Telecom Asia Limited, and FLAG Telecom Servizi Italia Spa.

- (o) Antonio Cardone is a director of FLAG Telecom Hellas AE and FLAG Telecom Servizi Italia Spa.
- (p) Prakash Shenoy is an officer of FLAG and Reliance Globalcom Limited, and a director of Reliance Communications Inc. and Reliance Communications Canada Inc.
- (q) The following affiliates of FLAG do not operate as carriers and should therefore be removed from the list of foreign carriers with which FLAG has interlocking directorates: FLAG Pacific Holdings Limited, FLAG Pacific Limited, FLAG WEB Limited, Reliance Globalcom (UK) Limited, FLAG Telecom Network Services Limited, and FLAG Telecom Ireland Network Limited.

Finally, the Applicants would like to correct a small number of minor errors contained in the Application that occurred as the result of a word-processing glitch in the course of updating the names of various FLAG affiliates to reflect a recent corporate rebranding. Specifically, the reference to "Reliance Group" at the end of the first full paragraph on page 6 should refer instead to RGL; and the references to "Reliance Group Limited" and "Reliance Group Infrastructure Limited" at the end of the first full paragraph on page 7 should refer instead to Reliance Telecom Limited and Reliance Infratel Limited (formerly Reliance Telecom Infrastructure Limited), respectively. Also, the second through fourth sentences of paragraph (h) on page 11 should read as follows: "Vanco Group will be a 100% wholly-owned direct subsidiary of FLAG, a Bermuda corporation located at Sovereign Court, 635 Sipson Road, Sipson West Drayton, Middlesex UB7 0JE, United Kingdom. FLAG's principal business is

telecommunications. The following entities and individuals own 10% or more of the equity or voting interests in FLAG”

By signing below, each Applicant certifies pursuant to 47 C.F.R. § 1.2002 that neither it nor any party to the Application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance.


Respectfully submitted,

**FLAG Telecom Group
Services Limited**



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**Vanco Solutions, Inc.
Vanco US, LLC**

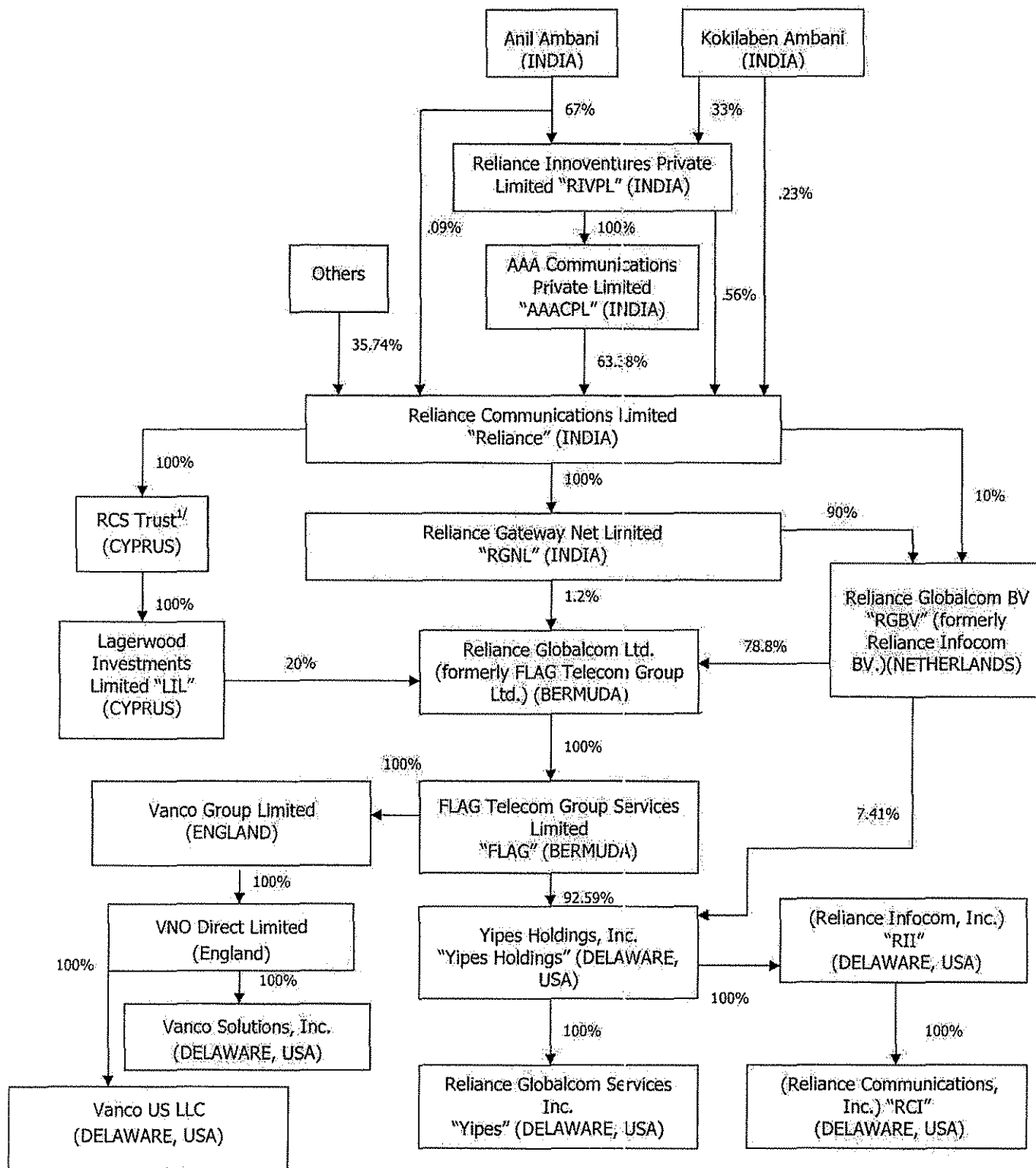


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Date: June 26, 2008

EXHIBIT B (revised)

Corporate Structure of Vanco US LLC and Vanco Solutions, Inc. Post-Close



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The 100% economic interest of the RCS Trust will remain with Reliance/Reliance shareholders.